

UNITED STATES DISTRICT COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK

FUJIFILM HOLDINGS CORP.,

Plaintiff,

- v. -

XEROX CORP.,

Defendant.

18 CV 05458 (JGK)

DECLARATION OF TARIQ MUNDIYA

Tariq Mundiya, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a member of the bar of this Court and partner at the law firm of Willkie Farr & Gallagher LLP, counsel to Defendant Xerox Corporation (“Xerox”) in the above-captioned action.
2. I submit this declaration in support of Xerox’s Motion to Dismiss the Complaint.
3. Annexed hereto as **Exhibit A** is a true and correct copy of Xerox’s Schedule 14A filed with the Securities and Exchange Commission on February 9, 2018.
4. Annexed hereto as **Exhibit B** is a true and correct copy of the Share Subscription Agreement entered into between Xerox and Plaintiff Fujifilm Holdings Corporation (“Fuji”), dated January 31, 2018, referenced by plaintiff in the complaint.
5. Annexed hereto as **Exhibit C** is a true and correct copy of a letter addressed to Fuji from Sarah Elizabeth Hlavinka on behalf of Xerox, dated April 23, 2018, referenced by plaintiff in the complaint.

6. Annexed hereto as **Exhibit D** is a true and correct copy of a letter addressed to Fuji from Sarah Elizabeth Hlavinka on behalf of Xerox, dated May 13, 2018, referenced by plaintiff in the complaint.

7. Annexed hereto as **Exhibit E** is a true and correct copy of the Memorandum of Understanding filed on June 19, 2018 in the action *In re Xerox Corporation Consolidated Shareholder Litigation*, Index No. 650766/2018 (Sup. Ct. N.Y. Cty.).

8. Annexed hereto as **Exhibit F** is a true and correct copy of the Preliminary Conference Order entered on August 6, 2018 in the actions *In re Xerox Corporation Consolidated Shareholder Litigation*, Index No. 650766/2018 (Sup. Ct. N.Y. Cty.) and *Deason v. Fujifilm Holdings Corp., et al.*, Index No. 650675/2018 (Sup. Ct. N.Y. Cty.).

9. Annexed hereto as **Exhibit G** is a true and correct copy of the Answer, Cross-Claim, and Third-Party Complaint filed by Fuji on June 14, 2018 in the action *In re Xerox Corporation Consolidated Shareholder Litigation*, Index No. 650766/2018 (Sup. Ct. N.Y. Cty.).

10. Annexed hereto as **Exhibit H** is a true and correct copy of the Answer, Cross-Claim, and Third-Party Complaint filed by Fuji on June 14, 2018 in the action *Deason v. Fujifilm Holdings Corp., et al.*, Index No. 650675/2018 (Sup. Ct. N.Y. Cty.).

11. Annexed hereto as **Exhibit I** is a true and correct copy of the Amended Complaint filed on April 15, 2018 in the action *Deason v. Fujifilm Holdings Corp., et al.*, Index No. 650675/2018 (Sup. Ct. N.Y. Cty.).

12. Annexed hereto as **Exhibit J** is a true and correct copy of the Amended Complaint filed on May 4, 2018 in the action *Xerox Corporation Consolidated Shareholder Litigation*, Index No. 650766/2018 (Sup. Ct. N.Y. Cty.).

13. Annexed hereto as **Exhibit K** is a true and correct copy of the Complaint filed on May 24, 2018 in the action *Ribbe v. Jacobson, et al.*, Index No. 652613/2018 (Sup. Ct. N.Y. Cty.).

14. Annexed hereto as **Exhibit L** is a true and correct copy of Fuji's First Requests for the Production of Documents to Darwin Deason served in the action *Deason v. Fujifilm Holdings Corp., et al.*, Index No. 650675/2018 (Sup. Ct. N.Y. Cty.).

15. Annexed hereto as **Exhibit M** is a true and correct copy of Fuji's Subpoena to Carl Icahn, served on August 17, 2018 in the action *In re Xerox Corporation Consolidated Shareholder Litigation*, Index No. 650766/2018 (Sup. Ct. N.Y. Cty.).

16. Annexed hereto as **Exhibit N** is a true and correct copy of Fuji's Subpoena to Carl Icahn, served on August 17, 2018 in the action *Deason v. Fujifilm Holdings Corp., et al.*, Index No. 650675/2018 (Sup. Ct. N.Y. Cty.).

17. Annexed hereto as **Exhibit O** is a true and correct copy of Fuji's First Requests for the Production of Documents to Xerox in the actions *In re Xerox Corporation Consolidated Shareholder Litigation*, Index No. 650766/2018 (Sup. Ct. N.Y. Cty.) and *Deason v. Fujifilm Holdings Corp., et al.*, Index No. 650675/2018 (Sup. Ct. N.Y. Cty.).

18. Annexed hereto as **Exhibit P** is a true and correct copy of Fuji's First Requests for Production of Documents to the Xerox Directors served in the actions *In re Xerox Corporation Consolidated Shareholder Litigation*, Index No. 650766/2018 (Sup. Ct. N.Y. Cty.) and *Deason v. Fujifilm Holdings Corp., et al.*, Index No. 650675/2018 (Sup. Ct. N.Y. Cty.).

19. Annexed hereto as **Exhibit Q** is a true and correct copy of Fuji's First Requests for the Production of Documents to Xerox, served on July 31, 2018 in the above-captioned action.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: October 1, 2018
New York, NY



Tariq Mundiya

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